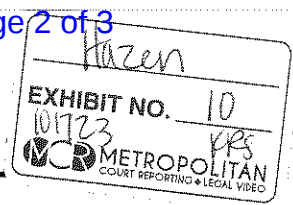


# **EXHIBIT 44**

## **CONFIDENTIAL**

In accordance with a protective order, the enclosure(s) shall be treated as confidential and shall not be shown to any person other than those persons designated in paragraph 8.2 of the paragraph order.



Message

**Sent:** 8/7/2021 4:30:16 AM  
**To:** Humston, Tara L [tara.l.humston@kc.frb.org]; Block, Porcia [porcia.block@kc.frb.org]; Harwell, Ryan [ryan.harwell@kc.frb.org]; Conley, Amber [amber.conley@kc.frb.org]; Billman, Nick [nick.billman@kc.frb.org]  
**CC:** Steckline, Michael [michael.r.steckline@kc.frb.org]; Zahnd, Craig C [craig.zahnd@kc.frb.org]  
**Subject:** RE: Update on COP discussion re: NTMA

Thanks for the summary of your conversation. I was able to connect with Albert this morning to discuss more directly the questions that we are working through and convey that the timing of a decision is not certain at this point as this is part of a broader conversation around nontraditional entities. He mentioned that he has a meeting with Esther tomorrow morning to discuss further.

A few comments he shared:

As the charter was constructed in a manner to meet the federal definition of bank by all standards except under the BHC Act they do not see an avenue for the Fed to deny a master account request.

Anticipated timing for submitting the MA application is early September, following action by the state banking board.

Based on the OCC interpretive letter issued last week he questioned if denial of a MA could be viewed as

We are meeting with the State of Wyoming and Avanti this afternoon to learn about their business plan submitted with the Wyoming charter application.

**From:** Humston, Tara L <tara.l.humston@kc.frb.org>

**Sent:** Wednesday, August 05, 2020 11:29 AM

**To:** Hazen, Judith <judith.hazen@kc.frb.org>; Block, Porcia <Porcia.Block@kc.frb.org>; Harwell, Ryan <ryan.harwell@kc.frb.org>; Conley, Amber <amber.conley@kc.frb.org>; Billman, Nick <Nick.Billman@kc.frb.org>

**Cc:** Steckline, Michael <michael.r.steckline@kc.frb.org>; Zahnd, Craig C <Craig.Zahnd@kc.frb.org>

**Subject:** Update on COP discussion re: NTMA

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This is mostly FYI, but Esther called me to give a brief update on the COP discussion on the master account topic. Nothing significant to report, but she said there is broad recognition of the policy issues that need to be addressed, but we don't really have anybody moving toward a resolution or direction (broadly speaking, she knows our team is working on a number of fronts, but as she has said before she does not expect we alone will answer this policy issue). Apparently the PSPAC met to talk about Finality and Gov. Brainard tasked them with solving for these questions, separately from the SCRM community. It was discussed that these efforts need to join together and we need a framework. The discussion recognized the autonomy RBs should be able to maintain in decision making (not the point Esther was driving toward), but we need a framework to help with consistency in decision making on several fronts.

She did mention that one of the presidents inferred that Esther should be preparing to say no, knowing a lawsuit will ensue. Esther put in a call to Matt Eichner and asked that he brief Gov. Brainard and Chair Powell on this topic, so they are not surprised. She also shared with Matt that these are sophisticated people (those applying for these SPDI charters - wall street, crypto exchanges) and were able to get the law changed in this state and they will not go away quietly. Esther doesn't get the sense that all of the briefings and discussions necessary will happen by the 20<sup>th</sup> when the hearing is scheduled in WY. With all of this in play, Esther plans to call Gov. Mark Gordon (previously on our Fed Board) to discuss the issue since he has been a big proponent behind the SPDI charter. She is not planning to opine a yes or no, but letting him know this raises bigger issues than just in WY.

Esther also noted that she went back in her files to review a 2012 speech she made at a CSBS meeting on innovation to review the context of that speech around banking. In it, she discussed that the expansion of activities was done within a national framework. So there may have been a push for new activities, but it was always closely related to banking and what we are dealing with now is way outside an existing framework.

Changing topics (while I had her on the phone), I asked if there had been any discussion on Main Street. She said there was discussion and Boston is ready to go out publicly with who got money and who the loans are through, as she understood some have already been funded. I shared some of the feedback and questions we are hearing and she had the same suggestion of what we were already planning.....reach out to my counterpart in Boston. Esther agreed that the program needs work and it has not been able to help main street thus far (and probably won't), but there was recognition that we can't through Treasury under the bus on this, but we need to work with them to recalibrate terms to make this more appealing and accessible. Esther mentioned the idea that she can speak publicly on this platform too, which might get the attention of congressional staff in regard to the way they set up the funding for this program and if they don't make a change, this will continue to be constrained by policy and red tape.

I hope this helps with some perspective from her view.

Tara



**Tara L. Humston**

*Senior Vice President, Supervision and Risk Management Division*

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